

LINKSIDE PARK, LTD.
UNANIMOUS ACTION OF MEMBERS BY WRITTEN CONSENT

Linkside Park, Ltd. ("Linkside Park"), a Texas Limited Partnership existing under and by virtue of the laws of the State of Texas, collectively being the members of Linkside Park, Ltd., do hereby consent to and adopt the following resolutions by written consent and direct that this Written Consent be filled in the minute book of Linkside Park:

WHEREAS, the officers (each a "Designated Partner") of Linkside Park have been engaged in negotiations on behalf of Linkside Park with its lenders and such negotiations have ultimately been successful;

NOW, THEREFORE, BE IT RESOLVED, that in the best business judgment of Linkside Park, its creditors, employees and other interested parties that a voluntary petition (the "Petition") be filed by Linkside Park, the Company seeking relief, under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code");

FURTHER RESOLVED, that the Designated Partners be, and each of them hereby is, authorized, directed and empowered, on behalf of and in the name of Linkside Park (i) to execute and verify the Petition as well as all other ancillary documents and to cause the Petition to be filed with the United States Bankruptcy Court for the Northern District of Texas and to make or cause to be made prior to execution thereof any modification to the Petition or ancillary document; (ii) to execute, verify and file or cause to be filed all petitions, schedules, lists, motions, applications and other papers of documents (including debtor-in-possession loan agreements and all first day motions and applications) necessary or desirable in connection with the foregoing; and (iii) to execute and verify any and all documents necessary or appropriate in connection therewith in such form or forms as the Designated Partners may approve;

FURTHER RESOLVED; that the Designated Partners be, and each of them hereby is, authorized, directed and empowered to file the Petition at such time as the Designated Partner executing the Petition shall determine and to perform any and all such acts as are reasonable, advisable, expedient, convenient, proper or necessary to effect any of the foregoing;

FURTHER RESOLVED, that the law firm of Myers Wilson P. C. be, and hereby is authorized, empowered and directed to represent Linkside Park, as debtor and debtor-in-possession, in connection with

any case commenced by or against Linkside Park under the Bankruptcy Code;

FURTHER RESOLVED, that the Designated Partners be, and each of them hereby is, directed and empowered to retain on behalf of Linkside Park such other attorneys, financial advisors, accountants, and investment bankers as the Designated Partner so acting shall deem appropriate in such Designated Partner's judgment;

FURTHER RESOLVED, that the Designated Partners be, and each of them hereby is, authorized, directed and empowered from time to time in the name and on behalf of Linkside Park to take such actions and execute and deliver such certificates, instruments, guaranties, notices and documents as may be required or as the Designated Partner so acting may deem necessary, and advisable or proper to carry out and perform the obligations of Linkside Park under the Bankruptcy Code; all such actions to be performed in such manner, and all such certificates, instruments, notices and documents to be executed and delivered in such form, as the Designated Partner performing or executing the same shall, with the advice of the counsel, approve, the performance or execution thereof by such Designated Partner to be conclusive evidence of the approval thereof by such Designated Partner and by Linkside Park;

FURTHER RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Designated Partners for Linkside Park, the Designated Partners be, and each hereby is, authorized, directed and empowered, in the name and on behalf of Linkside Park, to do or cause to be done all such further acts and to execute and deliver all such other instruments, certificates, agreements and documents as the Designated Partner so acting may, with the advice of the counsel, consider necessary or appropriate to enable Linkside Park to carry out the intent and to accomplish the purpose of the foregoing resolutions;

FURTHER RESOLVED, that SSW Partners GP, L.L.C., a co-partner, has authorized El Dorado Holdings, Inc. to execute this document by mutual agreement and for the sole purpose of representing SSW Partners GP, L.L.C., assent to the Chapter 11 due to the fact Neal S. Cukerbaum, manager of SSW Partners GP, L.L.C. is in Mexico and unable to execute this document.

FURTHER RESOLVED, that any and all actions heretofore taken by any Designated Partner for Linkside Park in the name and on behalf of Linkside Park in furtherance of the purpose and intent of any or all of the foregoing resolutions be, and hereby are, confirmed, ratified and approved in all respects.

I do further certify that said resolutions have not been altered, amended, or repealed, and are now in full force and effect.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 4th day
of January, 2010.

GENERAL PARTNER:

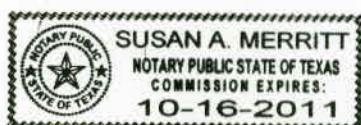
Bv

Name: El Dorado Holdings, Inc.

Title: President of Co-General Partner

STATE OF TEXAS §
COUNTY OF DALLAS §

SWORN TO AND SUBSCRIBED before me, a Notary Public for the state and county aforesaid, on this 4th day of January, 2010.



Notary Public

My Commission expires: 10-16-2011